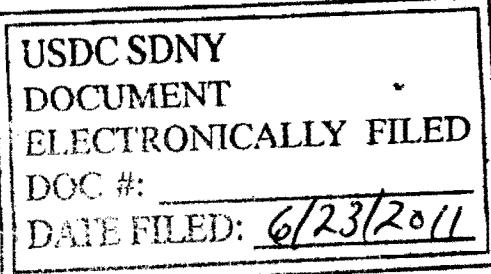


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June 20, 2011

BY FAX (212-805-7919)**MEMO ENDORSED**

Honorable Lawrence M. McKenna, U.S.D.J.
United States District Court
Southern District of New York
Daniel Patrick Moynihan United States Courthouse
500 Pearl Street, Room 1604
New York, New York 10007-1312

**Re: In re Adelphia Communications Corp. Securities Litigation
03 MD 1529 (LMM)**

Dear Judge McKenna:

This firm represents three of the former Independent Directors of Adelphia in regards to the above-referenced Consolidated Class Action (the "Class Action"). We write to request an adjournment of the Rule 23 settlement hearing on a partial settlement of the Class's claims with certain officer and director defendants of Adelphia from the current June 24, 2011 date. We request the adjournment until after the Pennsylvania Attorney General executes the final of three opt-out settlement agreements, and until the Bankruptcy Court approves an Adelphia filing.

The final opt-out settlement document has been submitted to the Pennsylvania Attorney General, but the process could take up to 30 days. As the Lead Plaintiffs have previously advised the Court, final resolution of the opt-out settlements requires that the Adelphia estate, a non-party to this case, receive the approval of the Bankruptcy Court. The bankruptcy motion cannot be submitted until after the Pennsylvania Attorney General's signature is received. Upon approval by the Bankruptcy Court, the proposed Class Action settlement pending before this Court will be presented.

The Parties will advise the Court immediately upon those approvals.

By way of background, in January 2010, Lead Plaintiffs submitted for the Court's preliminary approval a proposed settlement between Lead Plaintiffs on behalf of the class, and defendants John J. Rigas, Timothy J. Rigas, Michael J. Rigas, James P. Rigas, Peter L. Venetis, Erland E. Kailbourne, Dennis P. Coyle, Leslie J. Gelber, Pete J. Metros and Michael C. Mulcahey. Included with the submission was the Statement pursuant to Federal Rule of Civil Procedure 23(e)(2) advising the Court that the parties had entered into a supplemental agreement allowing for the termination of the Settlement in the event of certain occurrences.

*Hearing adjourned until next date.
So ordered.
LMB —
6/23/14*

Honorable Lawrence M. McKenna, U.S.D.J.

June 20, 2011

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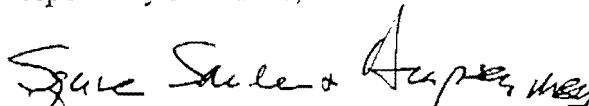
By order dated January 20, 2010, the Court preliminarily approved the proposed settlement, directed the dissemination of notice, set dates for objections and opt outs and set the June 10, 2010 final hearing date. Notice has been disseminated and the time for objections and opting out has passed. There are no objections to the settlement. However, the settlement administrator has received a number of opt outs from class members that would permit the defendants to terminate the settlement under the terms of the supplemental agreement referenced in the Rule 23(e)(2) statement.

The parties together with the mediator are continuing to use their best efforts to avoid the termination of the settlement. All of the parties to the settlement agreement consent to the request.

There is no impediment to the adjournment of the hearing as the Court-approved Notice disseminated to the Class contemplated that such an adjournment might occur and provided for no additional notice under those circumstances. No other dates in the Court's January 20, 2010 order are affected by the requested adjournment.

In the event that there are any questions regarding this request, we are available at the Court's convenience to address them.

Respectfully submitted,


Squire, Sanders & Dempsey (US) LLP
Alvin B. Davis

cc: All Counsel on Service List